

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

DOUGLAS BERNSTEIN, ELAINE INGULLI,
TERRY HALBERT, EDWARD ROY, LOUIS
PENNER, and ROSS PARKE, as personal
representative of THE ESTATE OF ALISON
CLARKE-STEWART, on behalf of themselves
and others similarly situated,

Plaintiffs,

vs.

CENGAGE LEARNING, INC.,

Defendant.

Civil Action No. 19-cv-7541-ALC-SLC

ORDER AWARDING FEES, EXPENSES, AND SERVICE AWARDS

WHEREAS, Plaintiffs Douglas Bernstein, Edward Roy, Louis Penner, Ross Parke, as personal representative of the estate of Alison Clarke-Stewart, Elaine Ingulli, and Terry Halbert, as individuals and on behalf of all other members of the proposed Settlement Class, entered into a Settlement Agreement with Defendant Cengage Learning, Inc. (“Cengage” or “Defendant”);

WHEREAS, on November 25, 2024, the Court entered its Order Preliminarily Approving Class Action Settlement and Certifying Class (“Preliminary Approval Order”). Dkt. No. 328. Among other things, the Preliminary Approval Order authorized Class Counsel to disseminate notice of the Settlement, the fairness hearing, and related matters to the Class. Notice was provided to the Class pursuant to the Preliminary Approval Order, and the Court held a fairness hearing on February 26, 2025, at 3:00pm ET;

WHEREAS, Class Counsel filed a fee application, seeking attorneys’ fees, expenses, and service awards; and

WHEREAS, this application is uncontested by Defendant;
NOW, THEREFORE, having considered Class Counsel's Motion for Attorneys' Fees, Reimbursement of Litigation Expenses, and Service Awards, supporting declarations, oral argument presented at the fairness hearing, and the complete records and files in this matter, **IT IS HEREBY ORDERED, ADJUDGED, AND DECREED:**

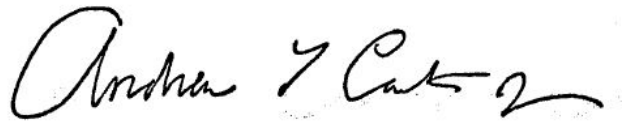
1. The capitalized terms used herein shall have the meanings set forth in the Settlement Agreement.
2. Class Counsel Susman Godfrey shall receive attorneys' fees equal to one-third (33 1/3%) of the Final Settlement Fund.
3. Class Counsel shall be reimbursed up to \$1,187,339.11 in costs and expenses reasonably incurred in the presentation and settlement of this litigation, to be paid out of the Final Settlement Fund.
4. As provided in the Agreement and ordered by the Court in the Preliminary Approval Order, Dkt. No. 328 ¶ 9, funds incurred and that become payable to the Settlement Administrator—Rust Consulting, Inc.—in administering the Settlement, including providing class notice, prior to the Effective Date of the Agreement will be paid by Cengage directly and Cengage will receive credit toward the Settlement Amount for any such payments. Any Settlement Administration Expenses incurred by the Settlement Administrator after the Effective Date of the Agreement may be paid out of the Final Settlement Fund as they become due, subject to the terms of the Settlement Agreement.
5. The Court shall entertain any supplemental application for reimbursement of expenses incurred by Class Counsel on behalf of the Settlement Class.

6. Plaintiffs shall be paid a service award of \$16,500 each, payable out of the Final Settlement Fund.

7. This Order shall become effective immediately.

IT IS SO ORDERED.

DATED: February 26, 2025

A handwritten signature in black ink, reading "Andrew L. Carter, Jr.", written in a cursive style.

Andrew L. Carter, Jr.
UNITED STATES DISTRICT JUDGE